Ja/04/10 10:25:36 DK P BK 136 PG 393 DESOTO COUNTY, MS W.E. DAVIS, CH CLERK

After Recording Mail to: GMAC ResCap, Attn: Melissa Windler One Meridian Crossings Minneapolis, MN 55423 Mail Code 3-3-40

## **Limited Power of Attorney**

Return Document To: US Recordings, 2925 Country Drive, St. Paul, Minnesota USA 55117 Prepared by: Peggy Jordan, US Recordings, 2925 Country Drive, St. Paul, Minnesota USA 55117 へん

KNOW ALL MEN BY THESE PRESENTS,

That Deutsche Bank Trust Company Americas (formerly known as Bankers Trust Company), as Trustee (together with its successors and assigns, the "Trustee") under Pooling and Servicing or Indenture Agreements pursuant to which Residential Funding Company, LLC, acts as Master Servicer, and such Trustee being, a New York Banking Corporation organized and existing under the laws of the State of New York, c/o Deutsche Bank National Trust Company having an office located at 1761 East St. Andrew Place, in the City of Santa Ana, State of California, 92705, has made, constituted and appointed, and does by these presents make, constitute and appoint Residential Funding Company, LLC, a limited liability company organized and existing under the laws of the State of Delaware, its trust and lawful Attorney-in Fact, with full power and authority to sign, execute, acknowledge, deliver, file for record, and record any instrument on its behalf and to perform such other act or acts as may be customarily and reasonably necessary and appropriate to effectuate the following enumerated transactions in respect of any of the mortgages or deeds of trust ( the "Mortgages" and the "Deeds of Trust", respectively) and promissory notes secured thereby (the "Mortgages Notes") for which the undersigned is acting as Trustee for various certificate holders pursuant to certain Pooling and Servicing Agreements, specified on Exhibit A hereto (the "Agreements") ( whether the undersigned is names therein as mortgagee or beneficiary or has become mortgagee by virtue of endorsement of the Mortgage Note secured by any such Mortgage or Deed of Trust) and for which Residential Funding Company, LLC is acting as master servicer.

This appointment shall apply to the following enumerated transactions only:

- 1. The modification or re-recording of a Mortgage or Deed of Trust, where said modification or recording is for the purpose of correcting the Mortgage or Deed of Trust to conform same to the original intent of the parties thereto or to correct title errors discovered after such title insurance was issued and said modification or re-recording, in either instance, does not adversely affect the lien of the Mortgage or Deed of Trust as insured and otherwise conforms to the terms of the applicable Agreement.
- 2. The subordination of the lien of a Mortgage or Deed of Trust to an easement in Favor of a public utility company or a government agency or unit with power of eminent domain; this section shall include, without limitation, the execution of partial satisfaction/releases, partial reconveyances or the execution of requests to trustees to accomplish same.
- 3. The qualified subordination of the lien of a Mortgage or Deed of Trust to a lien of a creditor that is created in connection with the refinancing of a debt secured by a lien that was originally superior to the lien of the Mortgage or Deed of Trust.
- 4. With respect to a Mortgage or Deed of Trust, the Foreclosure, the taking of a deed in lieu of Foreclosure, or the completion of judicial or non-judicial Foreclosure or termination, cancellation or rescission of any such Foreclosure, including, without limitation, any and all of the following acts:
  - a. The substitution of trustee(s) serving under a Deed of Trust, in accordance with state law and the Deed of Trust;
  - b. Statements of breach or non-performance;
  - c. Notices of default;

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- d. Cancellations/rescissions of notices of default and/or notices of sale;
- e. The taking of a deed in lieu of foreclosure; and
- f. Such other documents and action as may be necessary under the terms of the Mortgage, Deed of Trust of state law to expeditiously complete said transactions.
- 5. The conveyance of the properties to the mortgage insurer, or the closing of the title to the property to be acquired as real estate owned, or conveyance of title of real estate owned.
- 6. The completion of loan assumption agreements.
- The full satisfaction/ release of a Mortgage or Deed of Trust or full reconveyance upon payment and discharge of all sums secured thereby, including, without limitation, cancellation of the related Mortgage Note.
- 8. The assignment of any Mortgage or Deed of Trust and the related Mortgage Note, in connection with the repurchase of the mortgage loan secured and evidenced thereby pursuant to the requirements of a Residential Funding Corporation Seller Contract, including, without limitation, by reason of conversion of an adjustable rate mortgage loan from a variable rate to a fixed rate.
- The full assignment of a Mortgage or Deed of Trust upon payment and discharge of all sums secured thereby in conjunction with the refinancing thereof, including, without limitation, the assignment of the related Mortgage Note.
- 10. The modification or amendment of escrow agreements established for repairs to the mortgaged property or reserves for replacement of personal property."

The undersigned gives said Attorney-in Fact full Power and authority to execute such instruments and to do and perform all and every act and thing necessary and proper to carry into effect the power of powers granted by or under this Limited Power of Attorney as fully as the undersigned might or could do, and hereby does ratify and confirm to all that said Attorney-in Fact shall lawfully do or cause to be done by authority hereof.

This appointment is to be construed and interpreted as a limited power of attorney. The enumeration of specific items, rights, acts or powers herein is not intended to, nor does it give rise to, and it is not to be construed as a general power of attorney.

Nothing contained herein shall (i) limit in any manner any indemnification provided by the Master Servicer to the Trustee under the Agreements, or (ii) be construed to grant the Master Servicer the power to initiate or defend any suit, litigation or proceeding in the name of Deutsche Bank Trust Company Americas except as specifically provided for herein. If the Master Servicer receives any notice of suit, litigation or proceeding in the name of Deutsche Bank Trust Company Americas or Bankers Trust Company, then the Master Servicer shall promptly forward a copy of same to the Trustee.

The Master Servicer hereby agrees to indemnify and hold the Trustee and its directors, officers, employees and agents harmless from and against any and all third party liabilities, obligations, losses, damages, penalties, actions, judgments, suits, costs, expenses or disbursements of any kind or nature whatsoever incurred by reason or result of or in connection with the exercise by the Master Servicer of the powers granted to it hereunder. The foregoing indemnity shall survive the termination of this Limited Power of Attorney and the Agreement or the earlier resignation or removal of the Trustee under the Agreement.

This Limited Power of Attorney is entered into and shall be governed by the laws of the State of New York, without regard to conflicts of law principles of such state.

This limited power of attorney is not intended to extend the powers granted to the Master Servicer under the Agreements or to allow the Master Servicer to take any action with respect to Mortgages, Deeds of Trust or Mortgage Notes not authorized by the Agreements.

Third parties without actual notice may rely upon the exercise of the power granted under this Limited Power of Attorney; and may be satisfied that this Limited Power of Attorney shall continue in full force and effect has not been revoked unless and instrument of revocation has been made in writing by the undersigned.

IN WITNESS WHEREOF, Deutsche Bank Trust Comseal to be hereto affixed and these presents to be signally elected and authorized signatory this	ned and acknow	wledged in its name and behalf by a
E	formerly kno as Trustee By:	Bank Trust Company Americas, nown as Bankers Trust Company,  The state of the state
Acknowledged and Agreed Residential Funding Company, LLC		SEAL SEAL 1903
Cassandra Harrow, Vice President		
STATE OF California		TREE ST.
COUNTY OF Orange ) SS  On SEP 9 2006 before me, D.  John Serrano , Vice President . Personally known to evidence to be the person(s) whose name(s) is/are sto me that he/she/they executed the same in his/her/his/her/their signature(s) on the instrument the person person(s) acted, executed the instrument in the city of the country of th	ubscribed to the their authorized n(s) or the entire	e within instrument and acknowledged I capacity(ies), and that by ety upon behalf of which the
CAPACITY CLAIMED BY SIGNER		
Individual Attorney-in Fact	Other	er:
XXX Corporate Officers XXX Trustee(s)		
Signer is representing: Deutsche Bank Trust Compa	ny Americas	WITNESS my hand and official seal
D. TRINH  Commission # 1455513  Notary Public - California  Orange County  My Comm. Expires Dec 9, 2007	My Commission	D. TRINH on (Expires)(Is):

## Exhibit A

THE REPORT OF THE PARTY OF THE	師神能構成SERIES NAME 原本學
Residential Asset Securities Corp (RASC)	2001-KS3
Residential Asset Securities Corp (RASC)	2001-KS4
Residential Accredit Loans, Inc. (RALI)	2001-QS1
Residential Accredit Loans, Inc. (RALI)	2001-QS10
Residential Accredit Loans, Inc. (RALI)	2001-QS10 2001-QS11
Residential Accredit Loans, Inc. (RALI)	2001-Q311 2001-QS12
Residential Accredit Loans, Inc. (RALI)	2001-Q312 2001-QS13
Residential Accredit Loans, Inc. (RALI)	2001-Q313 2001-QS14
Residential Accredit Loans, Inc. (RALI)	2001-Q514 2001-QS15
Residential Accredit Loans, Inc. (RALI)	2001-QS15
Residential Accredit Loans, Inc. (RALI)	2001-Q510 2001-Q517
Residential Accredit Loans, Inc. (RALI)	2001-Q317 2001-QS18
Residential Accredit Loans, Inc. (RALI)	2001-Q318 2001-QS19
Residential Accredit Loans, Inc. (RALI)	2001-QS19 2001-QS2
Residential Accredit Loans, Inc. (RALI)	2001-Q32 2001-QS3
Residential Accredit Loans, Inc. (RALI)	
Residential Accredit Loans, Inc. (RALI)	2001-QS4
Residential Accredit Loans, Inc. (RALI)	2001-QS5
Residential Accredit Loans, Inc. (RALI)	2001-QS6
Residential Accredit Loans, Inc. (RALI)	2001-QS7
Residential Accredit Loans, Inc. (RALI)	2001-QS8
Residential Funding Mortgage Securities I,Inc. (RFMSI)	2001-QS9
Residential Funding Mortgage Securities I,Inc. (RFMSI)	2001-S1
Residential Asset Securities Corp (RASC)	2001-S7 2002-KS1
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Residential Accredit Loans, Inc. (RALI)	2002-QS10
Residential Accredit Loans, Inc. (RALI)	2002-QS10 2002-QS11
Residential Accredit Loans, Inc. (RALI)	2002-QS11 2002-QS12
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Residential Accredit Loans, Inc. (RALI)	2002-QS8
Residential Accredit Loans, Inc. (RALI)	2002-QS9
Residential Asset Mortgage Products, Inc. (RAMP)	2002-RM1
Residential Funding Mortgage Securities I,Inc. (RFMSI)	2002-S13
Residential Funding Mortgage Securities I,Inc. (RFMSI)	2002-S16

Residential Funding Mortgage Securities I,Inc. (RFMSI)	2002-\$17
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Residential Accredit Loans, Inc. (RALI)	2002-S20 2003-QA1
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Residential Asset Mortgage Products, Inc. (RAMP)	2003-RM1
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Residential Funding Mortgage Securities I,Inc. (RFMSI)	2007-S5
Residential Funding Mortgage Securities I,Inc. (RFMSI)	2007-SA4